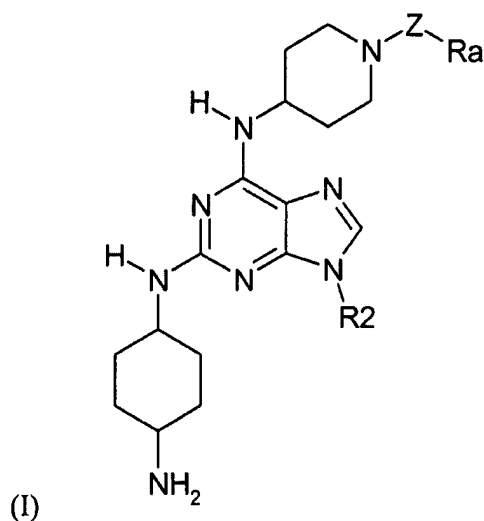


In the Claims:

Please and amend the claims as shown in the following amended listing of claims:

CLAIMS:

1. (Previously presented) A compound according to the formula (I)



wherein Z is selected from the group consisting of $-S(O)_2-$ and $-C(O)-$,

when Z is $-S(O)_2-$, R_a is selected from the group consisting of: $-R_1$ and $-N(R_1)(R_3)$,

or

when Z is $-C(O)-$, R_a is selected from the group consisting of: $-R_1$, $-OR_1$, $-N(R_1)(R_3)$ and $-SR_1$,

where R_1 is selected from the group consisting of:

$-C_1-C_{11}$ alkyl, wherein each carbon may be optionally substituted with one, two or three X substituents,

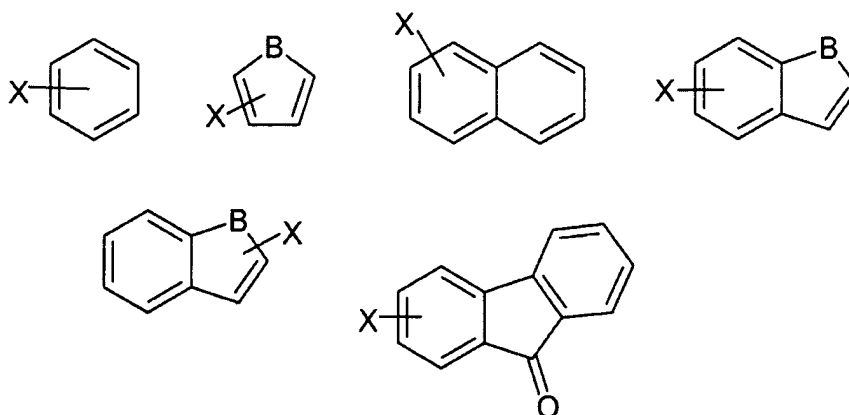
$-C_3-C_{10}$ cycloalkyl, wherein each carbon may be optionally substituted with one or two X substituents,

$-(CH_2)_nQ_p(CH_2)_nW$, and

$-(CH_2)_nCHW_2$;

wherein each carbon of $-(CH_2)_n-$ may be optionally substituted with one or two X substituents, Q is O, S, or NR_3 , n is independently an integer 0-6, p is

independently an integer 0 or 1, and W is independently selected from the group consisting of hydrogen, C₃-C₁₀ cycloalkyl, -(C₃-C₁₀ cycloalkyl)-aromatic, and one of the following aromatic or heteroaromatic rings:



where B is selected from the group consisting of: -O-, -S-, -NR₆-; where each carbon of the aromatic or heteroaromatic ring may be independently replaced by a nitrogen atom, and each carbon of the aromatic ring may be independently substituted with an X substituent;

where each X substituent is independently selected from the group consisting of: hydrogen, halogen, methylenedioxy, -C₁-C₈ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to eight carbon atoms, -C₃-C₁₀ cycloalkyl, substituted or unsubstituted phenyl, -C₁-C₈ alkoxy, -SR₃, -OH, -CY₃, -OCY₃, -CO₂R₃, -CN, -CO-NR₄R₅, -NO₂, -COR₃, -NR₄R₅, -NH-C(O)-R₃, -NH-C(O)-(C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms)-aromatic, and -NH-C(O)-(C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms)-heteroaromatic;

where said phenyl when substituted is substituted with one to five substituents independently selected from the group consisting of hydrogen, halogen, methylenedioxy, -C₁-C₈ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to eight carbon atoms, -C₃-C₁₀ cycloalkyl, -C₁-C₈ alkoxy, -OH, -CY₃, -OCY₃, -CO₂R₃, -CN, -NO₂, -COR₃, -SR₃, and -NH-C(O)-R₃;

where each Y is independently selected from the group consisting of hydrogen and halogen;

where each R3 is independently selected from the group consisting of hydrogen, and C₁-C₈ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to eight carbon atoms, where C₁-C₈ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to eight carbon atoms may be straight or branched, saturated or unsaturated;

where each R4 and R5 is independently selected from the group consisting of hydrogen, and C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms, where which each carbon of C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms is optionally substituted with a hydrogen, halogen, methylenedioxy, -C₁-C₈ alkylene, -C₃-C₁₀ cycloalkyl, substituted or unsubstituted phenyl, -C₁-C₈ alkoxy, -SR₃, -OH, -CY₃, -OCY₃, -CO₂R₃, -CN, -NO₂, -COR₃, -NH-C(O)-R₃, -NH-C(O)-(C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms)-aromatic, or -NH-C(O)-(C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms)-heteroaromatic, or where said R4 and said R5 taken together with the nitrogen to which they are attached, form a single heterocyclic ring of three to seven atoms including the nitrogen atom as the sole heteroatom;

where -NR₆- is selected from the group consisting of an N substituted with -hydrogen, -(C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms), -C₃-C₁₀ cycloalkyl, -S(O)₂-(C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms), -S(O)₂-(C₃-C₁₀ cycloalkyl), -C(O)R₃, -C(O)-(C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms)-aromatic, -C(O)-aromatic, S(O)₂-aromatic and -S(O)₂-(C₁-C₆ saturated or unsaturated, straight or branched chain hydrocarbyl radical of from one to six carbon atoms)-aromatic, wherein each carbon of the aromatic ring may be optionally substituted with an X substituent; and

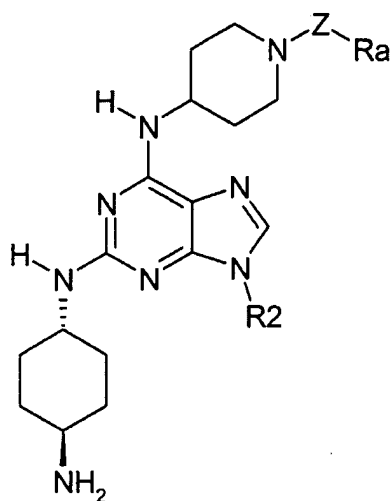
R2 is selected from the group consisting of cyclopentyl, cyclopentenyl, and isopropyl;
or a pharmaceutically acceptable salt, optical isomer, solvate or hydrate thereof.

2-21. (Canceled)

22. (Previously presented) A method of inhibiting cyclin-dependent kinases (CDKs) by administering a compound according to claim 1 wherein the CDK is selected from the group consisting of CDK1, CDK2 and CDK4.

23. (Previously presented) The method according to claim 22, wherein the CDK is a constituent of a complex selected from the group consisting of CDK1/cyclin B, CDK2/cyclin E, and CDK4/cyclin D wherein the CDK4/cyclin D is selected from the group consisting of CDK4/cyclin D1, CDK4/cyclin D2 and CDK4/cyclin D3 and the complex is inhibited.

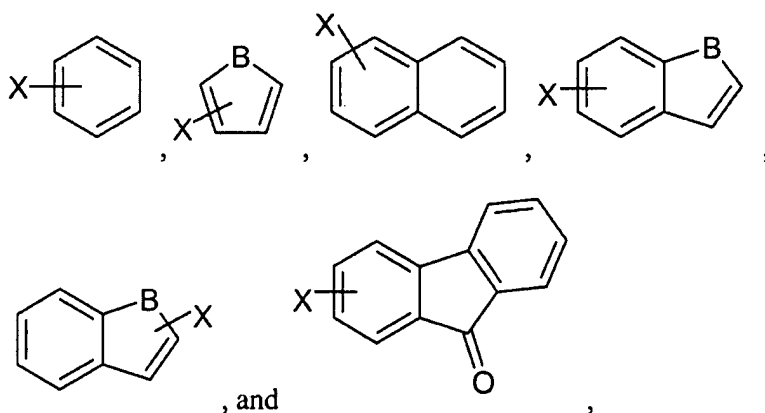
24. (Previously presented) A compound according to claim 1 of the formula



25. (Previously presented) A compound according to claim 24 wherein Z is -C(O)-.

26. (Previously presented) A compound according to claim 24 wherein Z is -S(O)₂-.

27. (Previously presented) A compound according to claim 25 wherein R_a is selected from the group consisting of: -OR1 and -N(R1)(R3).
28. (Previously presented) A compound according to claim 25 wherein R_a is -SR1.
29. (Previously presented) A compound according to claim 27 wherein R_a is -OR1.
30. (Previously presented) A compound according to claim 27 wherein R_a is -N(R1)(R3).
31. (Previously presented) A compound according to claim 1 wherein R_2 is cyclopentyl.
32. (Previously presented) A compound according to claim 1 wherein R1 is $-(CH_2)_nQ_p(CH_2)_nW$.
33. (Previously presented) A compound according to claim 30 wherein R1 is $-(CH_2)_nQ_p(CH_2)_nW$.
34. (Previously presented) A compound according to claim 33 wherein W is selected from the group consisting of:



where B is -O-, -S-, -NR6-, where each carbon of the aromatic or heteroaromatic ring may be independently replaced by a nitrogen atom, and each carbon of the aromatic ring may be independently substituted with an X substituent.

35. (Previously presented) A compound according to claim 34 wherein W is phenyl, each carbon of which may be independently substituted with an X substituent.

36-47. (Canceled)

48 (Previously presented) The method according to claim 23, wherein the cyclin D is cyclin D1.

49. (Canceled)